COMPANIES FORM No. 123

Notice of increase in nominal capital

Please do not write in this margin

Pursuant to section 123 of the Companies Act 1985

Please complete legibly, preferably in black type, or bold block lettering

*Insert full name of company

† The copy must be

by the registrar

printed or in some other form approved

To the Registrar of Companies

For official use Company number

3279820

Name of company

* P&O NEDLLOYD CONTAINER LINE LIMITED

gives notice in accordance with section 123 of the above Act that by resolution of the company dated 20 December 1996 the nominal capital of the company has been

increased by £ US\$900,000

beyond the registered capital of £ 1 plus US\$700,000

A copy of the resolution authorising the increase is attached. †

The conditions (e.g. voting rights, dividend rights, winding-up rights etc.) subject to which the new shares have been or are to be issued are as follows:

The new shares comprise 800,000 A Shares and 100,000 B Shares having the rights and restrictions attaching to such shares as are contained in the new Articles of Association of the Company.

Insert Director, Secretary, Administrator, Administrative Receiver or Receiver (Scotland) as appropriate

Signed

Designation & Secretary

Please tick here if continued overleaf

Date 17.01.947

Presentor's name, address and reference (if anv):

Freshfields 65 Fleet Street (JGL/MPN-J)

London EC4Y 1HS

DX 23 LONDON

Tel: 0171 936 4000

For official use **General Section**

COMPANIES HOUSE 23/01/97